

EXECUTED IN 6 COUNTERPARTS OF
WHICH THIS IS COUNTERPART NO. —

8/28 A
JUN 17 1976-9 10 AM
INTERSTATE COMMERCE COMMISSION

THIS SUPPLEMENTAL AGREEMENT, dated as of June 1, 1976, by and between SOUTHERN REGION INDUSTRIAL REALTY, INC., a Georgia corporation (the "Vendor"), and SOUTHERN RAILWAY COMPANY, a Virginia corporation (the "Vendee"),

W I T N E S S E T H: THAT

WHEREAS, by Agreement dated as of November 1, 1975 ("Agreement"), Vendee assigned to Vendor its right to receive and purchase 50 Ballast Cars ("Cars") to be built by Greenville Steel Car Company and to bear Vendee's road numbers 994250 to 994299, inclusive, and Vendor accepted such assignment and designated Vendee as its agent to accept delivery of the Cars; and

WHEREAS, Vendor agreed to lease the Cars to Vendee and Vendee agreed to hire the Cars from Vendor, all upon the terms and conditions as stated in the Agreement; and

WHEREAS, Vendor and Vendee originally agreed that the rights of Vendee under the Agreement would end no later than July 1, 1976, and that Vendee would purchase or provide a purchaser for the Cars from Vendor on or after July 1, 1976; and

WHEREAS, Vendee has not consummated financing arrangements for the acquisition of the Cars; and

WHEREAS, Vendor and Vendee are desirous of extending the rights and obligations of Vendee under the Agreement to December 31, 1976;

NOW, THEREFORE, in consideration of the premises and of the promises of the parties herein contained, the parties agree as follows:

- (1) The date "July 1, 1976" is to be deleted and the date "December 31, 1976" is to be substituted therefore wherever such date appears in the Agreement.

- (2) The remaining rights and obligations of the parties to the Agreement remains unchanged except as modified by the change in dates.

SOUTHERN REGION INDUSTRIAL
REALTY, INC.

By

K. A. Starcher *ms*
Vice President

ATTEST:

R. W. Allen
Assistant Secretary

SOUTHERN RAILWAY COMPANY,
By

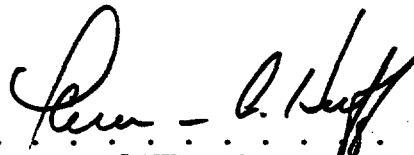
K. A. Starcher *ms*
Vice President

ATTEST:

R. W. Allen
Assistant Secretary

DISTRICT OF COLUMBIA

On this 16th day of June, 1976, before me personally appeared K. A. Stoecker, to me personally known, who, being by me duly sworn, says that he is a Vice President of SOUTHERN REGION INDUSTRIAL REALTY, INC. and SOUTHERN RAILWAY COMPANY, that each of the seals affixed to the foregoing instrument is the corporate seal of one of the said corporations, that said instrument was signed and sealed on behalf of said corporations by authority of its respective Boards of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporations.



LAWRENCE A. HUFF
NOTARY PUBLIC
IN AND FOR THE DISTRICT OF COLUMBIA
MY COMMISSION EXPIRES JUNE 30, 1977